MARVEL COMICS

the AMAZING SPIDER-MAN

BATTLES IGNORANCE!



SYLVAN LEARNING SYSTEMS

1
1992

$1.25 VALUE

THE MASTER PLAN OF THE MAD THINKER!

WITHOUT KNOWLEDGE, SPIDER-MAN CANNOT HOPE TO DEFEAT MY AWESOME ANDROID!

AND NOW A MESSAGE...

...FROM ME TO YOU!

Dear True Believers,

When I think about my *best* weapon in my fight against super-villains and criminals, I don't think of my web shooters, my "Spider-Sense" or my super-strength. Let's face it, if I always relied on my fists, or perish forbid, my charm and good looks, I'd be sunk!

My best weapon is a well-trained mind. In fact, my interest in science was the reason I became Spider-Man in the first place:

A few years ago I was just a normal kid, a shy high school student named Peter Parker. There was a science exhibit over at the University and I went to see it. All my classmates laughed at me, "The Bookworm," but I went anyway. During an experiment, I was bitten by a spider that had become radioactive. I gained all the powers of a human spider. But I didn't stop there, I used my scientific knowledge to design my web shooters, spider tracers, and all my other unique crime fighting gear. And right up to today, my brain and my knowledge have helped me win battles.

What does this mean to you? Maybe you don't have spider powers, but you've got a brain and you've got teachers in school to help you use it. So, get the most out of school, find subjects that interest you; maybe it's history, art, reading, math, or writing. Did you know that my greatest goal in life isn't beating up Doctor Doom or Venom? It's to be a great scientist. Maybe one of you kids will grow up to be a famous author or artist, the doctor who cures cancer, or perhaps a teacher yourself. It's up to you. Remember, it's *your* education.

I know you want to learn, and you will. Remember, if you ever get discouraged, if you think there's something that you just cannot understand, get help. Talk to your parents and teachers. Teachers always love a hungry mind. If you want to learn, you will. *You can do it!*

Good Luck

Spidey

Your Friendly
Neighborhood
Spider-Man

Stan Lee Presents: THE AMAZING SPIDER-MAN®

DRAWING A BLANK!

WRITER GEORGE CARAGONNE ARTIST ALAN KUPPERBERG LETTERER ALAN K. COLORIST JANICE COHEN PARKER EDITOR JIM SALICRUP EDITOR-IN-CHIEF TOM DE FALCO

AMONG NATIVE NEW YORKERS THERE IS AN UNWRITTEN RULE: NEVER LOOK UP AT THE BUILDINGS. ONLY PEOPLE FROM OUT OF TOWN LOOK UP... IN THE SKY... AND SEE SIGHTS LIKE THIS...

YOU KNOW, MAD THINKER, YOU SHOULD BE THANKING ME FOR STOPPING YOU!

DO YOU HAVE ANY IDEA HOW MANY TRAFFIC VIOLATIONS THIS THING WOULD GET IF YOU PARKED IT ON THE STREET?!

YOUR MORONIC JIBES AND PATHETIC BRAVADO WILL SOON GIVE WAY TO WHIMPERING IN PAIN AND BEGGING FOR MERCY, SPIDER-MAN!

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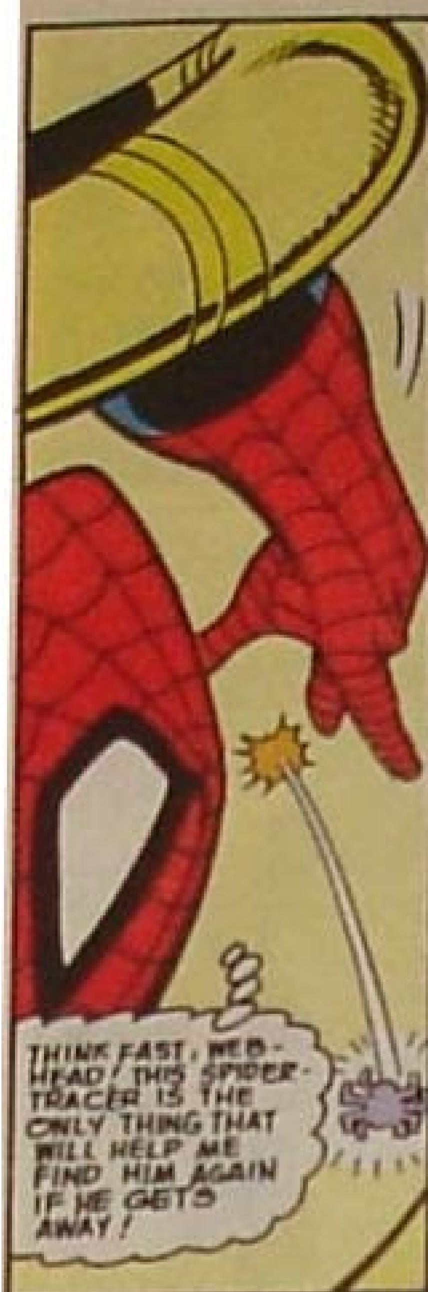

WOOSH
YEESH! THIS IS GROSS!
YOU SHOULD THINK ABOUT CHANGING YOUR BRAND OF MOUTHWASH, FELLA!
YOU ARE DOOMED, ARACHNID! THE AWESOME ANDROID IS THE ULTIMATE PRODUCT OF MY ULTIMATE INTELLECT!


YOU THINK HE'S TOUGH? YOU SHOULD TRY PROGRAMMING MY VCR!
SWOK!


MY SPIDER-SENSE IS TINGLING A BLUE STREAK A MILE WIDE. WHATEVER THAT GUN OF HIS SHOOTS, IT MUST BE MONDO DANGEROUSO!
OKAY, MADDIE, OPEN YOUR MOUTH AND CLOSE YOUR EYES AND SPIDEY WILL GIVE YOU A BIG SURPRISE!


THERE ARE NO SURPRISES FOR THE THINKER! MY SUPERIOR BRAIN AND MY VAST COMPUTER NETWORK CALCULATE EVERY POSSIBLE FACTOR!
MY PLANS COVER EVERY POSSIBILITY, WHAT HAS HAPPENED, WHAT WILL HAPPEN, DOWN TO THE SPLIT SECOND!


I KNEW FOR A FACT THAT YOUR BATTLE WITH MY ANDROID WOULD LAST EXACTLY 35.7 SECONDS...
AND THAT YOU WOULD THEN LEAP ACROSS THE DECK OF MY AIRSHIP TO DISARM ME!
THUS I AM PREPARED FOR YOUR ATTACK!
BLAST! CAUGHT ME IN MIDAIR! MY SPIDER-SENSE WARNED ME, BUT I COULDN'T TWIST OUT OF THE COILS' REACH!


THINK FAST, WEB-HEAD! THIS SPIDER-TRACER IS THE ONLY THING THAT WILL HELP ME FIND HIM AGAIN IF HE GETS AWAY!


AND NOW YOU SHALL BE THE FIRST VICTIM OF MY NEWEST WEAPON OF MASS DESTRUCTION!
THE MEMORY RAY!
HEY! WHAT ARE YOU--


...DOING...?
A SIMPLE DEVICE FOR ONE OF MY EXTREME GENIUS!
IT MAKES YOUR MIND A TOTAL BLANK! IT WIPES OUT ALL KNOWLEDGE!


SOON MY FULL-SIZED MEMORY RAY WILL BE COMPLETED AND I WILL USE IT ON ENTIRE CITIES!
THE ENTIRE WORLD!


WHEN EVERY LIVING HUMAN IS REDUCED TO ABJECT IGNORANCE...THEY WILL BE UNABLE TO OPERATE MACHINES, VEHICLES, WEAPONS! THEY WILL BE INCAPABLE OF DEFENDING THEMSELVES!
I, THE THINKER... WILL POSSESS ALL KNOWLEDGE, AND I ALONE WILL RULE THE WORLD!


DISPOSE OF HIM, MY IGNORANT AND FAITHFUL ANDROID!
THE THINKER COMMANDS!

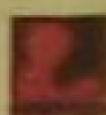

WHAM
WOK
CRACK
PACK
CRUNCH
TH-WUMP


WHAT WAS THAT!?


IT CAME FROM THE ALLEY! COME ON! LET'S CHECK IT OUT!
MARCUS! WAIT! IT MIGHT BE MUGGERS OR DRUG DEALERS!
CHILL, SHANNA! THERE'S SOME KIND OF ACTION GOING DOWN, I CAN SMELL IT!
THE ONLY THING I SMELL IS GARBAGE, CODY!


CHECK IT OUT! IT'S SPIDER-MAN!
WAY COOL! HE MUST HAVE BEEN FIGHTING SOME SUPER-VILLAIN! I'LL BET HE'S STILL HERE!
HE'S BREATHING! BUT I THINK HE'S HURT!


WHAT ARE WE GONNA DO?
LET'S TAKE HIM TO THE CENTER! PAIGE WILL KNOW WHAT TO DO!


SHOULDERING THEIR HEROIC BURDEN, THE INTREPID TRIO OF STUDENTS MAKE THEIR WAY TO A SPECIAL BUILDING LOCATED A FEW BLOCKS AWAY...
Sylvan Learning Center.
Helping kids do better.®
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OH, MY GOODNESS!


PAIGE!


A FEW MINUTES LATER...
HOW CAN HE BREATHE IN THAT MASK ?
DON'T TAKE IT OFF! WE HAVE TO PROTECT HIS SECRET IDENTITY !
HE'S WAKING UP!


WHAT?!? WHAT HAPPENED? WHERE AM I?


WHO AM I ?
WHAT'S WITH THIS CRAZY GET-UP ?
YOU'RE SPIDER-MAN! THE COOLEST SUPER HERO IN TOWN!
HE MUST HAVE AMNESIA!
DON'T YOU REMEMBER?


WHAT'S THAT ?
AMNESIA IS WHEN SOMEONE LOSES THEIR MEMORY. THEY FORGET WHO THEY ARE, THEIR FAMILY, THEIR HOME, THEIR JOB, EVERYTHING !
IT'S USUALLY CAUSED BY AN INJURY TO THE HEAD ... HOW DO YOU FEEL ?


OKAY, I GUESS I JUST DON'T REMEMBER ANYTHING. WHERE AM I ?
YOU'RE IN A SYLVAN LEARNING CENTER.
CHILDREN COME HERE FOR A SHORT TIME AFTER THEIR REGULAR SCHOOL DAY. WE GIVE THEM EXTRA HELP BY GIVING THEM THE PERSONAL ATTENTION OF A TEACHER.

SOME OF THE STUDENTS ARE HAVING TROUBLE WITH MATH OR READING OR SOME OTHER SUBJECT.
I CAME TO LEARN STUDY HABITS! SYLVAN HELPED ME GET BETTER GRADES IN ALL MY CLASSES!
THERE ARE OLDER KIDS WHO COME TO GET READY FOR COLLEGE EXAMS! YOU KNOW, SATS ?
302

DO ALL THESE KIDS HAVE... WHAT DID YOU CALL IT... AMNESIA TOO ?
HAHAHA! NO, OF COURSE NOT!
EVERYONE OF MY STUDENTS HAS HIS OR HER OWN UNIQUE GOALS...

WHEN I CAME TO SYLVAN THEY TAUGHT ME I COULD LEARN ANYTHING! AND THEY SHOWED ME HOW!
BECAUSE THE CLASSES ARE SO SMALL HERE, WE CAN ASK THE INSTRUCTOR QUESTIONS ANYTIME WE WANT... WHEN I DON'T UNDERSTAND THINGS, PAIGE TAKES TIME TO EXPLAIN THEM.
AT SYLVAN, THERE'S ALWAYS A TEACHER FOR EVERY THREE KIDS!

WE HAVE THESE COMPUTERS TO WORK ON! WE DON'T HAVE TO WAIT ALL DAY TO GET TO THEM!


WHEN WE FINISH A TOUGH LESSON WE GET THESE TOKENS WE CAN CASH IN AT THE "SYLVAN STORE" FOR ALL KINDS OF COOL STUFF, EVEN THE LATEST MUSIC TAPES OR TOYS!
I'M SAVING UP FOR A GAME CARTRIDGE!
TRIVIA QUIZ GAME
ACTION FIGURE


PAIGE! I'VE GOT AN IDEA! WE COULD HELP SPIDER-MAN RELEARN HIS SUPER POWERS HERE AT THE CENTER!
WHAT?
SPIDER-MAN HAS SAVED THE CITY A WHOLE BUNCH OF TIMES! NOW WE HAVE TO SAVE HIM!


WHEN I CAME TO SYLVAN THEY TAUGHT ME I COULD LEARN ANYTHING!
OH! I DON'T KNOW...
AND WE'LL HELP YOU!


PLEASE!
WELL... WHAT DO YOU THINK, SPIDER-MAN?


IF YOU THINK IT CAN HELP...
...SURE!
ALL RIGHT!
YEA!
WAY COOL!


SOON...
NOW, SPIDER-MAN, THIS IS THE SAME TEST THAT WE GIVE TO ALL STUDENTS WHEN THEY COME TO THE CENTER. IT HELPS US FIGURE OUT WHAT AREAS THEY NEED TO WORK ON MOST.


IN YOUR CASE, IT SHOULD HELP US FIGURE OUT WHERE THE GAPS IN YOUR MEMORY ARE, AND WHAT SKILLS YOU NEED TO RELEARN.


THAT'S IT, YOU'RE DOING FINE...


LATER, AFTER SPIDEY FINISHES...
YOU DID VERY WELL. FROM YOUR RATHER COLORFUL REPUTATION, I'D HAVE NEVER GUESSED YOU WERE SO INTELLIGENT!
WE SHOULD HAVE NO TROUBLE GETTING YOU BACK UP TO SPEED.


WE'LL START WITH PHONICS FOR READING AND FLASHCARDS FOR MATH!
OKAY! THIS IS KIND OF FUN.
Th


SOON...
EXCELLENT!
42!
HOW'S HE DOING, PAIGE?
TERRIFIC! I THINK HE'S READY FOR YOUR "SPECIAL" LESSONS!
6×7=


I HAVE ALL YOUR COMICS, SPIDEY! IF WE READ THROUGH SOME OF THEM, IT'LL HELP YOU LEARN YOUR POWERS!
THIS ONE SHOWS YOUR FIRST FIGHT AGAINST DOC OCK!
I CAN DO ALL THAT?
AMAZING SPIDER-MAN


YOU'VE GOT WEB-SHOOTERS THAT FIRE IN A PARABOLIC ARC... LIKE THIS!
WHAT'S A PARABOLIC ARC?
IT'S A SPECIAL KIND OF CURVE... HERE, I'LL SHOW YOU...


THIS IS THE CITY MAP. BY DIVIDING THE NUMBER OF BLOCKS YOU HAVE TO TRAVEL BY 20, YOU GET THE NUMBER OF MILES YOU HAVE TO GO!
THAT'S EASY!


THERE'S SOME KIND OF TINGLING IN MY HEAD!
THAT'S YOUR "SPIDER-SENSE"! IT WARNS YOU OF DANGER!


SPIDEY! EVERYONE! LOOK!
DAILY BUGLE
SPIDER-MAN DESTROYED BY MAD THINKER?


YOU MUST HAVE LOST YOUR MEMORY IN YOUR FIGHT WITH THIS SUPER-VILLAIN!
IF YOU CAN FIND HIM AND STOMP HIS FACE, YOU CAN GET YOUR MEMORY BACK!
BUT HOW CAN I FIND HIM?


I USED MY COMPUTER MODEM TO LISTEN IN ON ALL OF THE NEWS WIRE SERVICES. THE THINKER HAS BEEN SPOTTED ALL OVER THE CITY.
WE CAN POINT OUT ALL THE LOCATIONS ON THE MAP!
I'VE GOT A COMIC BOOK WHERE THE MAD THINKER FIGHTS THE FANTASTIC FOUR! THAT MIGHT TELL US HOW TO BEAT HIM!


I'LL BET YOU HID ONE OF YOUR ULTRA-COOL SPIDEY TRACERS ON THE MAD THINKER!
ONCE YOU'RE IN THE SAME NEIGHBORHOOD, IT'LL LEAD YOU RIGHT TO HIM! JUST FOLLOW YOUR SPIDER-SENSE!


ARE YOU SURE YOU'RE READY FOR THIS?
READY AS I'LL EVER BE!
HAVE YOU FILLED YOUR WEB-SHOOTERS?
CHECK!
SPIDER-TRACERS READY?
CHECK!


GO GET -EM, SPIDEY!


SOON...
MARCUS WAS RIGHT! MY SPIDER-SENSE IS TINGLING! THE MAD THINKER MUST BE RIGHT NEARBY!


WHOOSH
YEP. THAT'S A LITTLE TOO NEAR.


THWIPP
YOW! I GOT IT!


GOT TO... HANG ON!


EVERYTHING IS GOING ACCORDING TO PLAN! I AM 13.4 SECONDS AWAY FROM THE PERFECT FIRING POSITION FOR MY MEMORY RAY!
THE CITY AND SOON THE ENTIRE WORLD WILL BE MINE!


SKRASH
HELLO! I'M SPIDER-MAN!
BOY THAT WAS LAME! I SURE WISH I COULD REMEMBER ALL THOSE FUNNY LINES I USED IN THE COMICS!


SPIDER-MAN! IT CAN'T BE! YOUR MIND WAS WIPED CLEAN BY MY MEMORY RAY!
BOY, YOU'RE EVEN UGLIER IN PERSON THAN YOU ARE IN YOUR PICTURES!


YOU THINK YOU CAN DISTRACT ME WITH PETTY INSULTS!
BAH! DESTROY HIM, MY AWESOME ANDROID!


NYAH! NYAH! NYAH! YOU CAN'T CATCH ME!


TAG!! YOU'RE IT!


YOU HIT HIS MOTOR NERVE TERMINAL! YOU'VE REACTIVATED HIM! HOW COULD YOU KNOW ABOUT IT? NOW?
WOULD YOU BELIEVE I READ IT?
IN A COMIC BOOK!


HOW COULD YOU RETURN TO DEFEAT ME? I HAD EVERYTHING PLANNED!
UNLESS YOU HAD OUTSIDE HELP! CURSES! ONCE AGAIN I AM DEFEATED BY THE ONE FACTOR THAT CANNOT BE PLANNED FOR!
THE X-FACTOR -- THE UNEXPECTED! THE HUMAN ELEMENT!
YOU MIGHT SAY I'VE HAD SOME REAL HUMAN ELEMENTS IN MY LIFE TODAY!
I NEVER COULD'VE BEATEN HIM WITHOUT HELP FROM THE SYLVAN LEARNING CENTER!


THIS MUST BE THE RAY THAT STOLE MY MEMORY! IF IT CAN TAKE IT, IT MUST BE ABLE TO GIVE IT BACK!

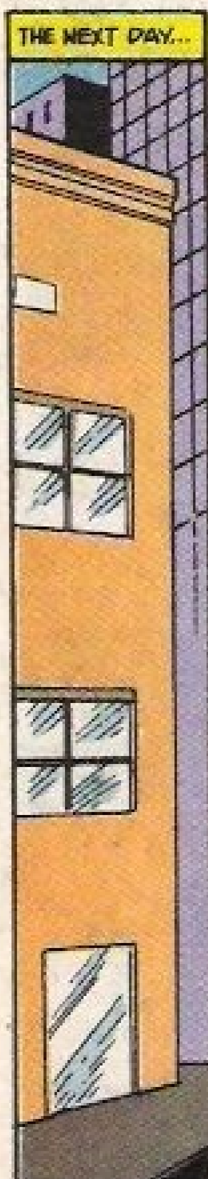

THESE CONTROLS. I'VE GOT NO IDEA HOW TO REVERSE THEM!
THAT'S BECAUSE YOU'RE A FOOL!


A MORONIC SIMPLETON WHO WILL NEVER OUTWIT THE AWESOME INTELLIGENCE OF THE THINKER.
I'LL USE SIMPLE WORDS, INSECT! YOU'RE STUPID! YOU CAN'T UNDERSTAND ANYTHING, STUPID PEOPLE CAN'T LEARN AND NEVER WILL!


THAT'S WHERE YOU'RE WRONG, THINKER. I'M NOT STUPID. PAIGE AND THE KIDS TAUGHT ME THAT I CAN LEARN ANYTHING IF I HAVE THE RIGHT MOTIVATION!
AND BROTHER, I'M MOTIVATED!


RIGHT NOW THIS GUN CAN HURT ME, AND MY SPIDER-SENSE IS WARNING ME OF DANGER!
IF I ADJUST THE CONTROLS UNTIL MY SPIDER-SENSE STOPS, IT'LL BE SAFE--


AND I'LL BET THAT'S THE SETTING THAT WILL GIVE ME MY MEMORY BACK!!
I HOPE.


THE NEXT DAY...


OKAY, MARCUS, HOW DO YOU FIGURE OUT THE VALUE OF X ?
KNOCK
KNOCK


HEADS UP, TRUE BELIEVERS!
SPIDER-MAN!
ARE YOU ALL RIGHT?


I'M TERRRR-IFIC! I BEAT THE BAD GUYS AND I GOT MY MEMORY BACK!


I'VE GOT A JOB, A HOME, FAMILY, AND A WOMAN I LOVE VERY, VERY MUCH. I WOULD HAVE LOST IT ALL IF YOU HADN'T HELPED ME.
I'VE GOT SOMETHING FOR ALL OF YOU.


CAN YOU KEEP A SECRET, PAIGE?
OF COURSE.
I'VE BEEN A TEACHER AND A STUDENT FOR YEARS AND YOU'RE ONE OF THE BEST TEACHERS I'VE EVER HAD. *
* IN HIS SECRET IDENTITY AS PETER PARKER, SPIDER-MAN IS A STUDENT-TEACHER AT EMPIRE STATE UNIVERSITY. - EDITOR.


YOU KIDS HAVE A VERY SPECIAL THING GOING HERE.
STICK WITH SYLVAN AND YOU'RE GONNA DO GREAT, TAKE IT FROM YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!
WHAT DID HE GIVE YOU, CODY?
HIS TOKENS! ALL RIGHT! LET'S SPLIT THEM UP! I WANT TO BUY SOME SPIDER-MAN COMICS!
END

WHAT MAKES SYLVAN DIFFERENT?

Nearly 500 Centers Nationwide

At Sylvan Learning Centers℠ we specialize in helping students of all ages master learning skills and gain confidence necessary to succeed. Sylvan® is recognized as the nation's leader in supplemental education, and our proven approach to learning helps thousands of students catch up, keep up and get ahead in school.

Increased Confidence, Self-Esteem and Motivation to Learn

Parents of Sylvan students soon discover that their children have developed a new, positive attitude about themselves and their ability to learn. Their increased confidence, self-esteem and motivation are apparent both at home and in school. Constant praise, personal attention, awards and recognition—combined with academic success—help Sylvan students enjoy learning.

Accountability

We monitor and update your child's program regularly, making adjustments and changes whenever necessary to ensure that he or she is progressing. Every 12 hours we meet with you to evaluate and review your child's progress to date. Periodic testing will verify your child's success.

Complete Diagnostic Testing and Individualized Programs

Specially developed diagnostic tests quickly and accurately pinpoint the skills needed by the student. Immediately following the test, we confer with you to develop an individualized learning program based upon your goals and your child's specific needs.

Dedicated and Certified Professionals Using Proven Techniques and Materials

Sylvan instructors are certified teachers trained to use Sylvan's individualized, motivational methods and materials. A full range of nationally recognized materials, including computers, are a daily part of your child's program. In addition to specific skills, your child masters critical thinking and effective learning strategies. Unlike tutoring, Sylvan helps your child do better in many subjects. He learns *how to learn*—a skill that lasts a lifetime!

Classroom Success

Our familiarity with local public and private schools and our contact with your child's teachers help ensure that the progress made at Sylvan transfers to the classroom.

WHAT WE OFFER.

Beginning Reading

Designed for the young reader, as well as the older reader needing review, Beginning Reading concentrates on phonics, writing skills and basic comprehension skills.

Basic Mathematics

For the student on or below grade level, Basic Mathematics provides specific instruction in math facts, computation, problem solving, concepts and application. Continuous review ensures long-term retention of skills.

Study Skills

Sylvan Study Skills is designed for the student who performs on grade level but needs effective study techniques, organizational skills, time- management skills and test-taking strategies. The program includes reading and listening skills as well as outlining, note-taking, test-taking and memorization strategies.

Writing

Designed to improve writing skills, the program teaches the writing of paragraphs, letters and essays, while stressing fundamentals of capitalization, punctuation, and sentence building. Editing skills are also sharpened as students critique their own work.

Academic Reading

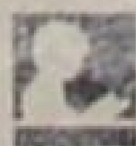
Designed for the student on, below or above grade level, Academic Reading concentrates not only on the basic skills necessary for success in reading, but also on higher-level, critical thinking skills which transfer to all academic areas.

Algebra

For the student needing review of basic algebra skills or seeking enrichment in preparation for upcoming coursework, Sylvan Algebra includes Pre-Algebra, Algebra I and the transition to Algebra II. If needed, review and instruction in basic mathematics skills are also provided.

The NEW Gruber SAT/ACT/PSAT Strategies Course

Dr. Gary Gruber has spent 25 yeats analyzing over 80 actual SAT's, ACT's and PSAT's. He has identified 48 test-taking strategies which, when practiced and learned, have helped students increase their test scores dramatically. Additionally, the strategies learned will enhance the students' learning while in college and throughout their lives. Gruber's program is designed to help students pass standardized tests because they know how to think. Now Sylvan Learning Centers and Dr. Gary Gruber are working together to make the identified strategies available to all students in North America.



Sylvan Learning Center.
Helping kids do better.


UH... ARE YOU THE DIRECTOR ?
YOU MUST BE JASON. CALL ME PAIGE.
WELCOME TO THE SYLVAN LEARNING CENTER.


I DIDN'T KNOW YOU HAD COMPUTERS. DO I GET TO USE THEM ?
WE HAVE ALL THE LATEST TEACHING TOOLS HERE AND YOU GET TO USE THEM ALL.


I GET TO USE ALL THIS ?
NOT QUITE. WHENEVER YOU ACHIEVE A GOAL YOU GET "TOKENS" TO SPEND IN THE SYLVAN STORE.
YOU CAN SAVE THEM AND "BUY" WHATEVER YOU WANT. IT'S YOURS TO KEEP.
NO WAY!
WAY!


SOMETIME LATER.
WE'RE DONE FOR TODAY, JASON. UNLESS YOU'VE GOT ANY QUESTIONS ?
THAT DIDN'T SEEM LIKE A TEST. IT WAS KINDA FUN. HOW DID I DO ?
SEE FOR YOURSELF. THESE ARE YOUR TOKENS FOR TODAY!


CAN I TAKE THIS GAME?
OF COURSE, YOU'VE EARNED IT !


LATER, AT A MEETING WITH JASON AND HIS PARENTS...
IT'S AMAZING, PAIGE. JASON NEVER LIKED SCHOOL ALL THAT MUCH, NOW HE CAN'T WAIT TO COME TO SYLVAN.
ALL OUR STUDENTS HAVE A GOAL THEY WANT TO MEET. SYLVAN JUST HELPS THEM FIND A WAY TO REACH IT. RIGHT JASON ?
YOU BET!